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BATTLE IN THE CLOUDS

MASTERS OF THE UNIVERSE™

ILLUSTRATED BOOK WITH PURCHASE

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On the tallest peak of the Planet Eternia's mightest mountain perched a watchful *Master of the Universe*, the winged one—*Stratos*.

He listened to the whistling wind, and he heard the echoes of an angry voice. "I crave power! I was born to rule all of Eternia!" *Stratos* recognized the voice as that of the evil *Skeletor*, and he flew off to see if he could locate the sounds that he had heard.

The sound took *Stratos* to *Castle Grayskull. He-Man* and the fiendish *Skeletor* were locked in a gory battle. *Stratos* saw *He-Man* use the *Battle Ram* to blast *Skeletor's* lightning weapon from his hand. He heard the villain yell, as powerful energies shocked him. *He-Man* seemed to be winning the fight.

Other eyes watched the battle, too... *Mer-Man*, the sea creature, one of *Skeletor's* underlings.

"You are a fool, *Skeletor*! You can never defeat me as long as I possess my Battle Ram and this suit that increases my strength!" exclaimed *He-Man*. With that, he demonstrated the value of the suit by hurling *Skeletor* through the air toward the sea.

Mer-Man cast a greedy eye. "With *He-Man*'s weapons I could be *Skeletor's* equal. I will help *Skeletor*."

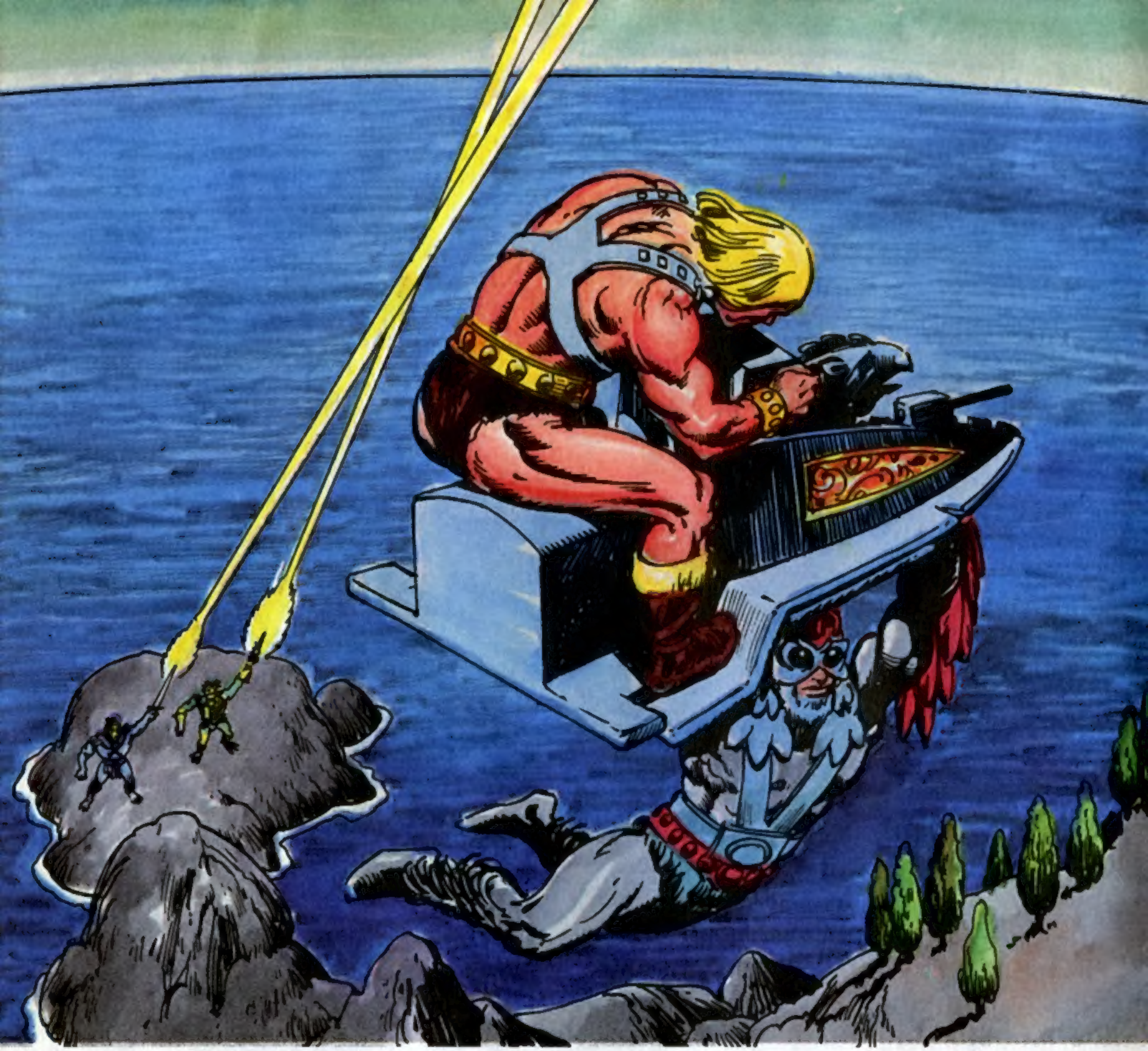
So saying, *Mer-Man* headed toward the water.

Stratos saw that *He-Man* needed no help, so he turned in flight and headed for his mountain home.

"That cursed demon!" roared *Skeletor*, as *Mer-Man* struggled to pull him from the sea. "He will pay and pay dearly for this deed! That I vow!"

"I can help you defeat *He-Man*," grinned *Mer-Man*, "and for my reward I want his weapons."

"They are yours if we win!" agreed *Skeletor*.



"Hark, *Stratos*!" called *He-Man*, as he spotted the warrior in mid-air. "I did not know you were so near, friend..." But before *Stratos* could reply, he went into action, swooping down to lift the *Battle Ram* and *He-Man* above the twin blasts that were blazing from *Mer-Man* and *Skeletor*'s weapons.

"I am glad I heard your call," said *Stratos*.

"Not as glad as I," replied *He-Man*.

A great gust of wind toppled *He-Man* from the *Battle Ram.* Only his super garment had prevented his death, but he was unconscious. Unaware of *He-Man*'s fall, *Stratos* flew on, battling the gale.

"If we are to climb those heights, we will need more than legs," growled *Mer-Man.*

"And I know where to get what we need," leered the sinister *Skeletor.* "Yes I know what to do!"

"You have your transportation! Now go after *He-Man*! I will watch this beauty," smiled *Skeletor.*

"Yes, master," replied *Mer-Man*, "and when I return I will have *He-Man* and his weapons!"

Teela gasped in horror, as *Skeletor's* energy blade struck her animal, sending it in a gallop toward the mountain where *He-Man* lay unconscious.

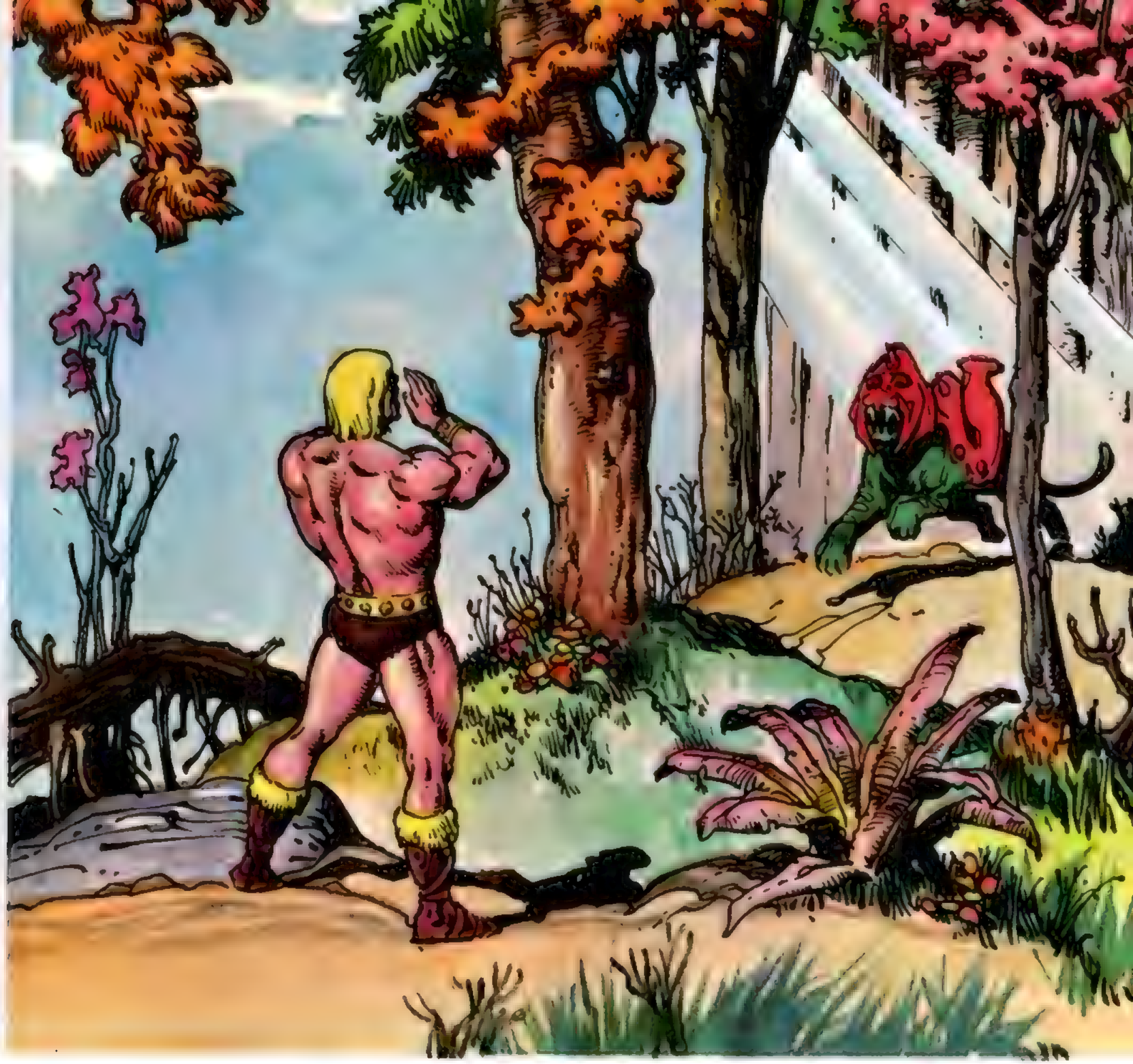
"Fiend! You'll never win!" screamed *Teela*.

By the time *He-Man* was coming out of his dazed condition, *Mer-Man* had reached a place from which he could make a swift attack.

"A super-strength suit does not have a forcefield," thought *Mer-Man*. Dismounting from the horse, he picked up a huge boulder and hurled it at the half-conscious *He-Man*. "All I have to do is rip off that suit and it is mine!" *Mer-Man* said.

The *Master of the Universe* was no match for a wild man who had used savage means to cripple him. And as *Mer-Man* ripped off *He-Man*'s strength garment, he gloated, "Now, *He-Man*, you are unarmed! And I am super-strong! Soon I will possess your *Battle Ram* and then I will return to deal with you!"

"Fiend! What have you done with *Teela*?" *He-Man* struggled to ask. *Mer-Man* did not reply.



He-Man pretended complete defeat until *Mer-Man* departed. "If I am to reach *Stratos* and find where he put my *Battle Ram*, I am going to need help," he thought. Then he cupped his hands to his mouth and gave an animal call toward the forest.

In response, something powerful gave a deep growl and bolted from the woods. "Come," *He-Man* commanded, and *Battle Cat* sprang to his master.

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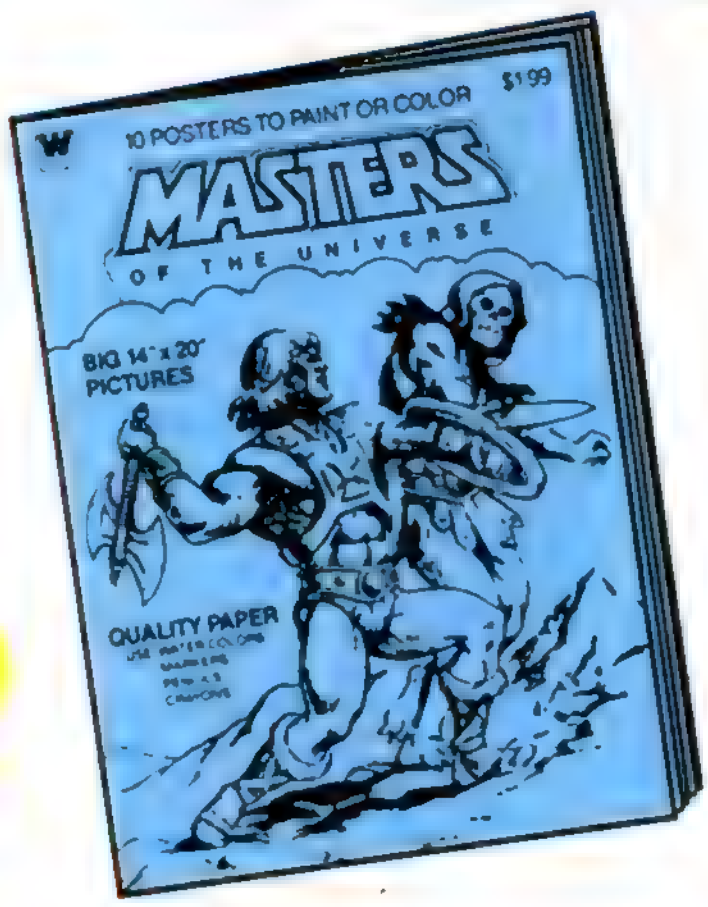

Masters of the Universe™

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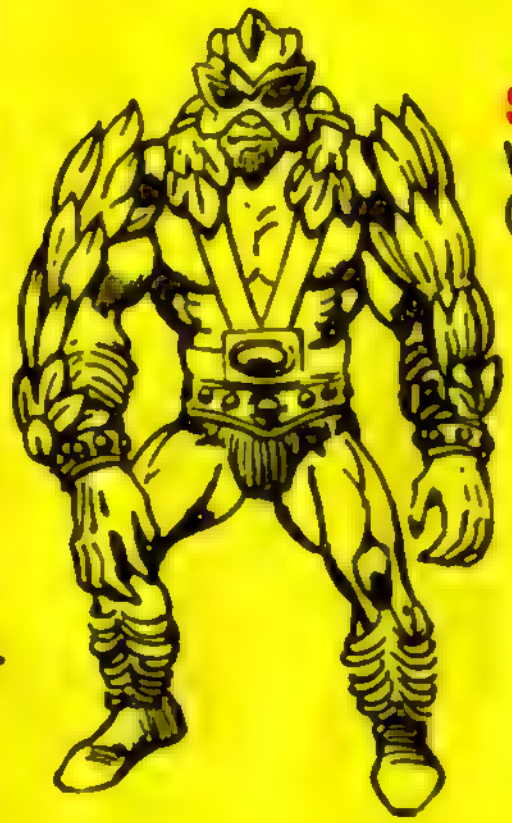

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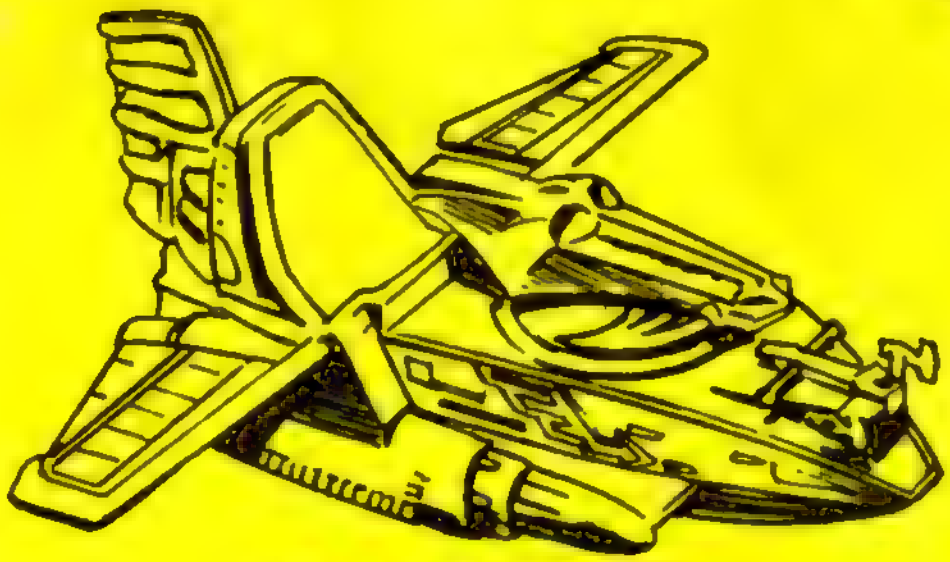

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"Indeed it must be grave for the mighty *He-Man* to ask for help," replied *Man-At-Arms.* "I will join you in your battle against evil."

As *He-Man* explained *Mer-Man's* plot and *Teela's* certain danger, *Man-At-Arms* climbed aboard his incredible *Wind Raider.* Soon they were on their way to *Stratos's* mountain to stop *Mer-Man* from capturing *He-Man*'s *Battle Ram.*

Finally they reached the end of their journey, but *Mer-Man* had seen them coming and he vanished amid the twisting clouds.

"I fear that your *Battle Cat* would never survive the climb," *Man-At-Arms* said to *He-Man*.

"I agree," sighed *He-Man*. Patting the animal's sinewy hide, he said, "Go back to your forest. This ascent must be made with a steed of metal."

With a whimper, strangely out of character for its size and fierce appearance, *Battle Cat* obeyed his master. When he turned to look back, *He-Man* had already entered *Man-At-Arms' Wind Raider.*

"I prefer my own *Battle Ram*," said *He-Man.*

"Ah, but could your *Battle Ram* so easily get up this rocky slope?" asked *Man-At-Arms.* Knowing it could not, *He-Man* remained silent.

Meanwhile, *Mer-Man* had found the *Battle Ram* and he pondered the weapons on it. "I wonder what this button will produce," he said, groping at one of the *Battle Ram*'s controls. Had he not quickly jumped aside, *Mer-Man* would have been blasted by a deadly laser-gun.

"With this I can easily conquer *He-Man* and even *Skeletor*," he boasted. "I would not even need that strength suit!"

As *Mer-Man* mastered the *Battle Ram's* operation, *He-Man* became more determined to get back his property. Yet, as the *Wind Raider* continued its ascent, the steepness of the mountain slowed it almost to a halt. *He-Man* hung on to *Man-At-Arms* for dear life.

"Like my *Battle Cat*, your *Wind Raider* cannot make the climb," chided *He-Man*. "If I had my super suit for strength, I could carry us the rest of the way."

"No need for your *Battle Cat*," *Man-At-Arms* replied. "Brute strength must ofttimes give way to science. Hold on tighter, friend."

Man-At-Arms worked the *Wind Raider's* controls. The vehicle's wings leveled in the wind, and rapidly the ship rose into the chilled air.

"Your point has been taken," said *He-Man*, his voice swept by the speed, "but must we fly so fast?"

Reaching the mountain's summit, *He-Man* and *Man-At-Arms* were greeted by a volley of deadly rays.

"I had not expected you to follow me," yelled the man of the sea, "but I was ready any way. I have had time to learn how to use your weapons!"

Mer-Man continued to blast his enemies.

"The *Battle Ram* can destroy us!" *He-Man* said.

"Do not be so sure!" replied *Man-At-Arms*.

Taking the offensive, *Man-At-Arms* flew his machine directly at *Mer-Man* and the *Battle Ram*. But *Mer-Man* maneuvered out of the way, then turned his ship, firing its battering device.

"Argghh...!" groaned *Man-At-Arms*, as he was struck hard and flung from the *Wind Raider.*

He-Man reacted with remembered horror, as *Man-At-Arms* dropped toward the rocky ground.

Only *Man-At-Arms*' remarkable armor saved him from death. Looking up, he saw the battle between *He-Man* and *Mer-Man* just beginning.

"Only one of us will survive this battle!" *He-Man* vowed, aiming the *Wind Raider* directly at the *Battle Ram*. "And it will not be you, *Mer-Man*!"

The two vehicles collided like a pair of battering rams, but both ships survived the impact.

The battle raged in the clouds, with *He-Man* and *Mer-Man* locked in mortal combat. But suddenly, from nowhere, *Stratos*, with wings folded behind his back, dropped from the sky. Now it was *Mer-Man's* turn to be knocked senseless. The *Battle Ram's* weapons were silenced, as its evil pilot lost control and fell.

"When I found you missing, I dropped your machine and returned to find you," *Stratos* called out.

"Now that you found me and it," yelled *He-Man*, "get ready to use it! After I take my strength suit from *Mer-Man*, we must find *Teela*, rescue *Man-At-Arms* from a ledge, and then let *Skeletor* know that he and his underling have met another defeat."

Riding off on the wonderful vehicles, *Stratos* called to *He-Man*, "Sometimes steeds of metal and machinery beat wings and wits." Both smiled.

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